

EXHIBIT A

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
W. R. GRACE & CO., et al.¹)
Debtors.) Case No. 01-01139 (JKF)
) (Jointly Administered)
)
) Objection Deadline: June 1, 2004 at 4:00 p.m.
) Hearing Date: TBD only if necessary

**SUMMARY OF APPLICATION OF NELSON MULLINS RILEY & SCARBOROUGH,
L.L.P. FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS SPECIAL COUNSEL TO W. R. GRACE & CO., ET AL., FOR THE
FIRST INTERIM PERIOD, FROM JANUARY 1 THROUGH JANUARY 31, 2004,
FOR THE QUARTER OF JANUARY 2004 – MARCH 2004**

Name of Applicant: Nelson Mullins Riley & Scarborough,
L.L.P.

Authorized to Provide Professional Services to: W. R. Grace & Co., et al., Debtors and
Debtors-in-Possession

Date of Retention: July 19, 2001

Period for which compensation and
reimbursement is sought: January 1, 2004 through January 31,
2004

Amount of Compensation sought as actual,
reasonable, and necessary: \$16,534.50

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darez Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Internedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross County Staffing System, Inc.), West Coal Company, H-G Coal Company.

Amount of expense reimbursement sought as
actual, reasonable, and necessary: **\$1260.61 for the period**

This is a x monthly _ interim ___ final application.

The total time expended for the preparation of this application is approximately
(4.5) hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$ (624.50).

Prior fee applications:

Date Filed	Period Covered	Requested		Approved	
		Fees	Expenses	Fees	Expenses
October 17, 2001	July 19, 2001 – July 31, 2001	\$28,316.50	\$234.68	\$22,653.20	\$234.68
October 17, 2001	August 1, 2001- August 31, 2001	\$69,119.50	\$1,196.84	\$55,295.60	\$1,196.84
October 17, 2001	May 1, 2001- June 30, 2001	\$113,762.50	\$2,155.05	\$91,010.00	\$2,155.05
December 19, 2001	October 1, 2001- October 31, 2001	\$67,906.50	\$1,348.82	\$54,325.20	\$1,348.82
January 23, 2002	November 1, 2001- November 30, 2001	\$26,792.00	\$168.41	\$21,433.60	\$168.41
February 26, 2002	December 1, 2001- December 31, 2001	\$24,895.00	\$673.51	\$19,916.00	\$673.51
May 1, 2002	January 1, 2002- January 31, 2002	\$21,009.00	\$147.52	\$16,807.20	\$147.52
June 18, 2002	February 1, 2002- February 28, 2002	\$24,897.00	\$122.30	\$19,917.60	\$122.30
June 18, 2002	March 1, 2002 – March 31, 2002	\$17,003.00	\$52.22	\$13,602.40	\$52.22
June 25, 2002	September 1, 2001- September 30, 2001	\$31,625.50	\$488.83	\$25,300.40	\$488.83
June 25, 2002	April 1, 2002-April 30, 2002	\$17,827.00	\$345.71	\$14,261.60	\$345.71
June 26, 2002	January 1, 2002- March 31, 2002	\$62,909.00	\$322.04	\$62,909.00	\$322.04
July 2, 2002	May 1, 2002-May 31, 2002	\$27,070.00	\$177.64	\$21,656.00	\$177.64
August 14, 2002	June 1, 2002 – June 30, 2002	\$15,496.50	\$178.39	\$12,397.20	\$178.39
August 29, 2002	July 1, 2002 – July 31, 2002	\$18,481.50	\$225.82	\$14,785.20	\$225.82

September 3, 2002	July 19, 2001 – September 30, 2001	\$129,061.50	\$1,920.35	\$129,061.50	\$1,920.35
September 3, 2002	October 1, 2001 – December 31, 2001	\$119,593.50	\$2,190.74	\$119,593.50	\$2,190.74
September 20, 2002	April 1, 2002 – June 30, 2002	\$60,393.50	\$701.74	\$60,393.50	\$701.74
October 8, 2002	August 1, 2002 – August 31, 2002	\$10,363.00	\$169.79	\$8,290.40	\$169.79
October 30, 2002	September 1, 2002- September 30, 2002	\$11,114.00	\$221.89	\$8,891.20	\$221.89
November 27, 2002	July 1, 2002 – September 30, 2002	\$39,958.50	\$615.50	\$35,771.00	\$615.50
December 11, 2002	October 1, 2002- October 31, 2002	\$8,498.50	\$75.28	\$6,798.80	\$75.28
December 26, 2002	November 1, 2002- November 30, 2002	\$4,241.00	\$117.29	\$3,392.80	\$117.29
February 6, 2003	December 1, 2002 – December 31, 2002	\$9,298.50	\$97.20	\$7,438.80	\$97.20
March 4, 2003	January 1, 2003- January 31, 2003	\$6,026.50	\$24.91	\$4,821.20	\$24.91
March 27, 2003	February 1-February 28, 2003	\$5,473.50	\$52.58	\$4,378.80	\$52.58
April 8, 2003	October 1, 2002- December 31, 2002	\$22,038.00	\$289.77	\$22,038.00	\$289.77
May 9, 2003	March 1, 2003- March 31, 2003	\$5,424.00	\$64.16	\$4,339.20	\$64.16
September 9, 2003	January 1, 2003 – March 31, 2003	\$16,924.00	\$141.65	\$16,924.00	\$146.65
August 22, 2003	April 1, 2003- April 30, 2003	\$7,868.00	\$64.88	\$6294.40	\$64.88
September 9, 2003	May 1, 2003 – May 31, 2003	\$8143.50	\$88.14	\$6,514.80	\$88.14
September 5, 2003	June 1, 2003 – June 30, 2003	\$17,705.00	\$291.20	\$14,164.00	\$291.20
September 9, 2003	April 1, 2003 – June 30, 2003	\$33,716.05	\$444.22	\$33,716.05	\$444.22
September 6, 2003	July 1, 2003 – July 31, 2003	\$36,321.00	\$241.39	\$29,056.80	\$241.39
March 4, 2004	August 1, 2003 – August 31, 2003	\$27,487.00	\$932.61	\$21,989.60	\$932.61
March 4, 2004	September 1, 2003 – September 31, 2003	\$38,442.00	\$139.47	\$30,753.60	\$139.47
February 25, 2004	July 1, 2003 – September 31, 2003	\$102,250.00	\$1,313.47	\$102,250.00	\$1,313.47
March 8, 2004	October 1, 2003 – October 31, 2003	\$9,723.50	\$154.31	\$7,656.00	\$154.31
March 8, 2004	November 1, 2003 – November 30, 2003	\$5,845.00	\$119.01	\$4676.00	\$119.01
March 8, 2004	December 1, 2003 – December 31, 2003	\$4465.50	\$ 4.08	\$3572.40	\$4.08
March 10, 2004	October 1, 2003- December 31, 2003	\$19,668.00	\$277.40	Pending (hearing scheduled 6/24/04)	Pending (hearing scheduled 6/24/04)

The Nelson Mullins Riley & Scarborough, L.L.P. attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years as an attorney	Department	Hourly billing rate	Total billed hours	Total compensation
Rose-Marie T. Carlisle	Of-Counsel	19 years	Environmental	\$250.00	25.0	\$6250.00
Bernard F. Hawkins, Jr.	Partner	13 years	Environmental	\$280.00	1.3	\$364.00
Joseph M. Melchers	Partner	14 years	Environmental	\$250.00	30.9	\$7725.00
Betsy J. Burn	Associate	3 years	Bankruptcy	\$190.00	.4	\$76.00

Grand Total for Fees: \$14,415.00

Blended Rate: \$250.26

The Nelson Mullins Riley & Scarborough, L.L.P. paraprofessionals who rendered professional services in these cases during the Fee Period are:

Laurie J. Jennings	Paralegal	2 years	Environmental	\$115.00	10.8	\$1242.00
Karla Lucas	Project Assistant	4 months	Environmental	\$65.00	13.5	\$877.50

Grand Total for Fees: \$2119.50

Blended Rate: \$87.22

Matter Number	Matter	Total Hours	Total Fees Requested
02399/06000	General	7.5	\$1,890.00
02399/06031	Li Tungsten	60.4	\$11,366.50
02399/06032	Charleston	12.2	\$2,963.00
02399/06091	Fee Applications	1.8	\$315.00
TOTAL		81.9	\$16,534.50

Expense Summary

Description	Amount
Telephone	\$.95
Photocopies	\$39.20
Service	\$27.00
Travel	\$1193.46
Total	\$1260.61

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
W. R. GRACE & CO., et al.,¹) Case No. 01-01139(JKF)
Debtors.) (Jointly Administered)

VERIFICATION

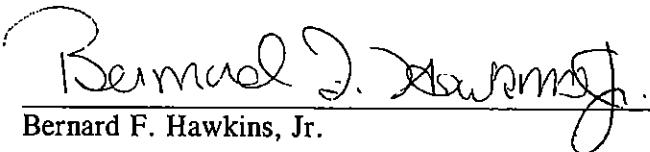
Bernard F. Hawkins, Jr., after being duly sworn according to law, deposes and says as follows:

1. I am a partner with the applicant firm, Nelson Mullins Riley & Scarborough, L.L.P and I am a member in good standing of the bar of the State of South Carolina.
2. I have personally performed certain of, and overseen the legal services rendered by Nelson Mullins Riley & Scarborough, LLP as special litigation and environmental

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

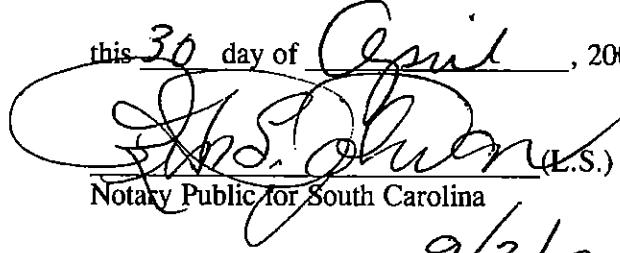
counsel to the Debtors and am thoroughly familiar with all other work performed on behalf of the Debtors by the lawyers and other persons in the firm.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.


Bernard F. Hawkins, Jr.

SWORN to and subscribed before me

this 30 day of April, 2004


Notary Public for South Carolina

My Commission Expires: 9/3/09

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W. R. GRACE & CO., et al.¹) Case No. 01-1139 (JKF)
) Jointly Administered
Debtors.)
Objection Deadline: June 1, 2004 at 4:00 p.m.
Hearing Date: TBD only if necessary

**FEE DETAIL FOR NELSON MULLINS RILEY
& SCARBOROUGH, L.L.P.'S MONTHLY FEE APPLICATION FOR
THE PERIOD FROM JANUARY 1, 2004 THROUGH JANUARY 31, 2004**

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

NELSON

Nelson Mullins Riley & Scarborough, L.L.P.

MULLINS

NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW
TAX ID NO. 57-0215445
POST OFFICE BOX 11070

COLUMBIA, SOUTH CAROLINA 29211
TELEPHONE (803) 799-2000

W. R. Grace & Co.
ATTN: Lydia Duff, Esq.
Senior Environmental Counsel
7500 Grace Drive
Columbia, MD 21044

February 20, 2004
Invoice 609032 Page 1

Our Matter #	02399/06000	For Services Through 01/31/04		
WR Grace #	063-KL-721490-01-501251			
Name of Matter:	General			

01/15/04	Review letter from Mr. Siegel regarding audit response and begin preparation of draft response. J.M. MELCHERS	0.50 hrs.	250.00/hr	\$125.00
01/16/04	Review details of audit request and review materials for response. J.M. MELCHERS	1.10 hrs.	250.00/hr	\$275.00
01/19/04	Prepare response to memo from Attorney Carlisle regarding audit request (0.2); review reply and incorporate into audit response (0.2). J.M. MELCHERS	0.40 hrs.	250.00/hr	\$100.00
01/21/04	Investigate and draft response to audit request (1.4); telephone conference with Mr. Comen regarding Aquatech site and prepare notes on same (0.3); prepare memo to Attorneys Willis and Crawford regarding Aquatech site (0.2). J.M. MELCHERS	1.90 hrs.	250.00/hr	\$475.00
01/22/04	Review and respond to memos from Attorneys Willis and Crawford regarding Aquatech site for draft response to audit request (0.3); telephone conference with Attorney Crawford regarding Aquatech site and prepare notes on same (0.2); telephone conference with Mr. Tisdale regarding Aquatech site and prepare notes (0.3); review records and revise draft audit response (1.7); prepare memo to Attorney Hawkins regarding draft audit request and review (0.3). J.M. MELCHERS	2.80 hrs.	250.00/hr	\$700.00
01/23/04	Review and revise response to audit request. B.F. HAWKINS, JR.	0.50 hrs.	280.00/hr	\$140.00
01/23/04	Telephone conferences regarding changes to draft audit request and review of same. J.M. MELCHERS	0.30 hrs.	250.00/hr	\$75.00
Fees for Legal Services				\$1,890.00

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
B.F. HAWKINS, JR.	0.50	280.00	140.00
J.M. MELCHERS	7.00	250.00	1,750.00
TOTAL	7.50	\$252.00	\$1,890.00

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

01/23/2004 Photocopies 32 Page(s)	1.60
01/23/2004 Telephone 1-410-531-4711	0.15
Total Charges for Other Services Provided/Expenses Incurred	\$1.75

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	1.60
Telephone	0.15
TOTAL	\$1.75

Net current billing for this invoice **\$1,891.75**

GRAND TOTAL..... **\$1,891.75**

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: ACCOUNTS RECEIVABLE
NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.
P.O. DRAWER 11009
COLUMBIA, SOUTH CAROLINA 29211-1070
TELEPHONE (803) 799-2000

For Services Through 01/31/04

Our Matter # 02399/06000
General

Fees for Professional Services	\$1,890.00
Charges for Other Services Provided/Expenses Incurred	\$1.75
Net current billing for this invoice	\$1,891.75

WIRING INSTRUCTIONS

Account Name: Nelson Mullins Riley & Scarborough, L.L.P.
Columbia Operating Account
ABA#: 053200666
Account #: 04032 24077 01
Bank: National Bank of South Carolina (NBSC), Sumter, SC

NELSON

Nelson Mullins Riley & Scarborough, L.L.P.

MULLINS

NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW

TAX ID NO. 57-0215445

POST OFFICE BOX 11070

COLUMBIA, SOUTH CAROLINA 29211

TELEPHONE (803) 799-2000

W. R. Grace & Co.
ATTN: Lydia Duff, Esq.
Senior Environmental Counsel
7500 Grace Drive
Columbia, MD 21044

February 20, 2004
Invoice 609029 Page 1

Our Matter #	02399/06031	For Services Through 01/31/04
WR Grace #	001-KL-721490-01-501560	
Name of Matter:	Li Tungsten	

01/02/04	Review documents sent to Attorney Melchers from EPA for indecipherable pages to be requested. K. LUCAS	0.80 hrs.	65.00/hr	\$52.00
01/05/04	Confer with Attorney Melchers regarding preparing for meeting with Ms. Duff next week. R.T. CARLISLE	0.20 hrs.	250.00/hr	\$50.00
01/05/04	Confer with Attorney Carlisle regarding status of indexing newly received materials. L.J. JENNINGS	0.30 hrs.	115.00/hr	\$34.50
01/06/04	Continue review of documents received from EPA and discuss same with Attorney Melchers. L.J. JENNINGS	0.20 hrs.	115.00/hr	\$23.00
01/07/04	Review and evaluate outline and prepare changes to same (0.9); continue preliminary analysis of documents for meeting (0.8); evaluate plans regarding claims issues with Attorney Carlisle (1.8); further analysis of budget items (0.6). J.M. MELCHERS	4.10 hrs.	250.00/hr	\$1,025.00
01/07/04	Revise outline of work to be performed (0.4); evaluate status of preliminary analysis of documents (0.3); review documents (0.4); evaluate plans relating to claims issues with Attorney Melchers (1.8); budget items (0.3); further refinement of outline (0.4). R.T. CARLISLE	3.60 hrs.	250.00/hr	\$900.00
01/07/04	Confer with Attorney Carlisle regarding indexing EPA documents by Project Assistant Lucas and Paralegal Jennings. L.J. JENNINGS	0.30 hrs.	115.00/hr	\$34.50
01/07/04	Instruct Project Assistant Lucas regarding indexing documents received from EPA/Mr. Doyle. L.J. JENNINGS	0.40 hrs.	115.00/hr	\$46.00
01/07/04	Continue indexing documents received from Mr. Doyle. L.J. JENNINGS	3.80 hrs.	115.00/hr	\$437.00

W. R. Grace & Co.

February 20, 2004
Invoice 609029 Page 2

01/07/04	Confer with Attorneys Carlisle and Melchers regarding status and contents of chart indexing EPA documents. L.J. JENNINGS	0.40 hrs.	115.00/hr	\$46.00
01/07/04	Collate information and file in folders per instructions of Paralegal Jennings for Attorney Melchers' review. K. LUCAS	0.60 hrs.	65.00/hr	\$39.00
01/07/04	Assist Paralegal Jennings with indexing new documents received from EPA. K. LUCAS	4.20 hrs.	65.00/hr	\$273.00
01/08/04	Document analysis and preparation of strategy (3.5); continue attempts to contact Mr. Als (0.1). J.M. MELCHERS	3.60 hrs.	250.00/hr	\$900.00
01/08/04	Review documents and prepare memo to Attorney Carlisle regarding historical documents and need for same. J.M. MELCHERS	0.40 hrs.	250.00/hr	\$100.00
01/08/04	Confer with Attorney Melchers regarding plan for 2004. R.T. CARLISLE	0.30 hrs.	250.00/hr	\$75.00
01/08/04	Continue indexing of materials received by EPA (3.2); discuss same with Attorneys Carlisle and Melchers (0.3) L.J. JENNINGS	3.50 hrs.	115.00/hr	\$402.50
01/08/04	Assist Paralegal Jennings with indexing new documents received from EPA. K. LUCAS	1.90 hrs.	65.00/hr	\$123.50
01/09/04	Prepare follow-up message to Mr. Doyle (0.2), prepare for meeting with Ms. Duff regarding case, strategy and budget (1.7); review incoming documents (1.4). J.M. MELCHERS	3.30 hrs.	250.00/hr	\$825.00
01/09/04	Revisions to outline of 2004 work and scheduling. R.T. CARLISLE	1.10 hrs.	250.00/hr	\$275.00
01/09/04	Assist Paralegal Jennings with indexing new documents received from EPA. K. LUCAS	4.00 hrs.	65.00/hr	\$260.00
01/12/04	Review new documents in preparation for meeting with Ms. Duff and Attorney Carlisle regarding claims issues (2.6); confer with Attorney Carlisle regarding import of documents and issues for meeting (0.7). J.M. MELCHERS	3.30 hrs.	250.00/hr	\$825.00
01/12/04	Prepare for meeting with Ms. Duff (2.8); review documents and discuss same with Attorney Melchers (0.7). R.T. CARLISLE	3.50 hrs.	250.00/hr	\$875.00
01/14/04	Review documents and evaluate issues for conference with Ms. Duff (1.2); meet with Ms. Duff and Attorney Carlisle (3.5). J.M. MELCHERS	4.70 hrs.	250.00/hr	\$1,175.00
01/14/04	Prepare for and meet with Ms. Duff and Attorney Melchers regarding claims issues. R.T. CARLISLE	4.40 hrs.	250.00/hr	\$1,100.00

W. R. Grace & Co.

February 20, 2004
Invoice 609029 Page 3

01/14/04	Prepare additional copy of documents and index for Ms. Duff (0.7); confer with Attorney Carlisle regarding changes to index (0.2); revise index (0.6); provide copies of revised index to EPA documents to Attorneys Melchers and Carlisle, as well as Ms. Duff (0.4), L.J. JENNINGS	1.90 hrs.	115.00/hr	\$218.50
01/14/04	Receive new documents and update information in Legal Key and MSWord index per instruction of Paralegal Jennings. K. LUCAS	0.40 hrs.	65.00/hr	\$26.00
01/15/04	Review memo regarding revised projection and confer with Attorney Carlisle regarding same. J.M. MELCHERS	0.30 hrs.	250.00/hr	\$75.00
01/15/04	Review message from PRP counsel (0.1); return call and discuss documents, status of proposed consent decree and settlement issues (0.3). J.M. MELCHERS	0.40 hrs.	250.00/hr	\$100.00
01/15/04	Revise outline of projected work based on discussions with Ms. Duff yesterday (0.2); confer with Attorney Melchers regarding work going forward (0.2). R.T. CARLISLE	0.40 hrs.	250.00/hr	\$100.00
01/21/04	Review, categorize and chronologize correspondence for Attorney Melchers' review. K. LUCAS	0.10 hrs.	65.00/hr	\$6.50
01/22/04	Update records with four volumes of documents concerning case per instructions of Paralegal Jennings. K. LUCAS	0.30 hrs.	65.00/hr	\$19.50
01/24/04	Review memo from Ms. Duff (0.1); review and edit attached draft memo regarding potential liabilities (0.5). J.M. MELCHERS	0.60 hrs.	250.00/hr	\$150.00
01/26/04	Research issues for input on draft memo from Ms. Duff and discuss proposed changes with her by telephone. J.M. MELCHERS	1.70 hrs.	250.00/hr	\$425.00
01/26/04	Several telephone conferences with Attorney Carlisle analyzing calculations for draft memo from Ms. Duff. J.M. MELCHERS	0.50 hrs.	250.00/hr	\$125.00
01/26/04	Confer with Attorney Melchers regarding draft document relating to claims process (0.2); review documents regarding same (0.2); detailed voice mail message to Attorney Melchers regarding results of review (0.1); follow-up conference with Attorney Melchers regarding calculations related to claims process (0.2). R.T. CARLISLE	0.70 hrs.	250.00/hr	\$175.00
01/27/04	Review revised analysis memo from Ms. Duff. J.M. MELCHERS	0.20 hrs.	250.00/hr	\$50.00
Fees for Legal Services				\$11,366.50

W. R. Grace & Co.

February 20, 2004
Invoice 609029 Page 4BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
J.M. MELCHERS	23.10	250.00	5,775.00
R.T. CARLISLE	14.20	250.00	3,550.00
L.J. JENNINGS	10.80	115.00	1,242.00
K. LUCAS	12.30	65.00	799.50
TOTAL	60.40	\$188.19	\$11,366.50

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

01/07/2004	Photocopies 139 Page(s)	6.95
01/09/2004	Photocopies 245 Page(s)	12.25
01/14/2004	Photocopies 96 Page(s)	4.80
01/14/2004	Photocopies 141 Page(s)	7.05
01/14/2004	Photocopies 40 Page(s)	2.00
01/14/2004	Photocopies 35 Page(s)	1.75
01/14/2004	Photocopies 2 Page(s)	0.10
01/14/2004	Telephone 1-518-438-9907	0.10
01/15/2004	VENDOR: Joseph M. Melchers; INVOICE#: 011404; DATE: 1/15/2004 - Working lunch with Lydia Duff, Rory Carlisle -1/14/04	27.00
01/15/2004	Telephone 1-518-438-9907	0.60
01/30/2004	To: American Airlines for airfare on 09/28-30/03 for JMMelchers (Statement Date: 10/14/03)	1,120.50
Total Charges for Other Services Provided/Expenses Incurred		\$1,183.10

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	34.90
Service	27.00
Telephone	0.70
Travel	1,120.50
TOTAL	\$1,183.10

Net current billing for this invoice	\$12,549.60
---	--------------------

GRAND TOTAL.....	<u>\$12,549.60</u>
-------------------------	---------------------------

W. R. Grace & Co.

February 20, 2004
Invoice 609029 Page 5

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: ACCOUNTS RECEIVABLE
NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.
P.O. DRAWER 11009
COLUMBIA, SOUTH CAROLINA 29211-1070
TELEPHONE (803) 799-2000

For Services Through 01/31/04

Our Matter # 02399/06031
Li Tungsten

Fees for Professional Services	\$11,366.50
Charges for Other Services Provided/Expenses Incurred	\$1,183.10
Net current billing for this invoice	\$12,549.60

WIRING INSTRUCTIONS

Account Name: Nelson Mullins Riley & Scarborough, L.L.P.
Columbia Operating Account
ABA#: 053200666
Account #: 04032 24077 01
Bank: National Bank of South Carolina (NBSC), Sumter, SC

NELSON

Nelson Mullins Riley & Scarborough, L.L.P.

MULLINS

NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW

TAX ID NO. 57-0215445

POST OFFICE BOX 11070

COLUMBIA, SOUTH CAROLINA 29211

TELEPHONE (803) 799-2000

W. R. Grace & Co.
ATTN: Lydia Duff, Esq.
Senior Environmental Counsel
7500 Grace Drive
Columbia, MD 21044

February 19, 2004
Invoice 608875 Page 1

Our Matter #	02399/06032	For Services Through 01/31/04
WR Grace #	063-KL-721490-01-0501221	
Name of Matter:	Charleston	

01/07/04	Collate information and file in correspondence and billing folders per instructions of Paralegal Jennings for Attorney Hawkins' review. K. LUCAS	0.60 hrs.	65.00/hr	\$39.00
01/09/04	Discussion with Mr. Bucens regarding issues for Charleston meeting at RMT (0.4); review issues with Attorney Carlisle (0.4). B.F. HAWKINS, JR.	0.80 hrs.	280.00/hr	\$224.00
01/09/04	Confer with Attorney Hawkins about issues to be discussed on Tuesday (0.4); review documents (0.1). R.T. CARLISLE	0.50 hrs.	250.00/hr	\$125.00
01/13/04	Prepare for and attend meeting with client relating to site issues. R.T. CARLISLE	10.00 hrs.	250.00/hr	\$2,500.00
01/15/04	Begin drafting memorandum to Attorney Hawkins summarizing meeting held on Tuesday, January 13th. R.T. CARLISLE	0.30 hrs.	250.00/hr	\$75.00
Fees for Legal Services				\$2,963.00

BILLING SUMMARY

	Hours	Rate/Hr	Dollars
B.F. HAWKINS, JR.	0.80	280.00	224.00
R.T. CARLISLE	10.80	250.00	2,700.00
K. LUCAS	0.60	65.00	39.00
TOTAL	12.20	\$242.87	\$2,963.00

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

01/12/2004	Telephone 1-410-531-4210	0.10
01/20/2004	VENDOR: Rose-Marie T. Carlisle; INVOICE#: 011604; DATE: 1/20/2004 - Mileage to RMT, Greenville, SC with Lydia Duff on 1/14/04	72.96
Total Charges for Other Services Provided/Expenses Incurred		\$73.06

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Telephone	0.10
Travel	72.96
TOTAL	\$73.06

Net current billing for this invoice **\$3,036.06**

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: ACCOUNTS RECEIVABLE
NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.
P.O. DRAWER 11009
COLUMBIA, SOUTH CAROLINA 29211-1070
TELEPHONE (803) 799-2000

For Services Through 01/31/04

Our Matter # 02399/06032
Charleston

Fees for Professional Services	\$2,963.00
Charges for Other Services Provided/Expenses Incurred	73.06
Net current billing for this Invoice	\$3,036.06
 GRAND TOTAL.....	 <u>\$3,036.06</u>

WIRING INSTRUCTIONS

Account Name: Nelson Mullins Riley & Scarborough, L.L.P.
Columbia Operating Account
ABA#: 053200666
Account #: 04032 24077 01
Bank: National Bank of South Carolina (NBSC), Sumter, SC

NELSON

Nelson Mullins Riley & Scarborough, L.L.P.

MULLINS

NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW

TAX ID NO. 57-0215445

POST OFFICE BOX 11070

COLUMBIA, SOUTH CAROLINA 29211

TELEPHONE (803) 799-2000

W. R. Grace & Co.
ATTN: Lydia Duff, Esq.
Senior Environmental Counsel
7500 Grace Drive
Columbia, MD 21044

February 20, 2004
Invoice 609033 Page 1

Our Matter #	02399/06091	For Services Through 01/31/04
Name of Matter:	Fee Applications	

01/07/04	Collate information and file in correspondence and billing folders per instructions of Paralegal Jennings for Attorney Melchers' review.	K. LUCAS	0.60 hrs.	65.00/hr	\$39.00
01/09/04	Review and prepare December Fee Application attachments.	J.M. MELCHERS	0.40 hrs.	250.00/hr	\$100.00
01/28/04	Review memo from Mr. Bossay and respond (0.1); review status and prepare memo to Paralegal Jennings regarding same (0.1).	J.M. MELCHERS	0.20 hrs.	250.00/hr	\$50.00
01/28/04	Review voice mail from auditor regarding fee applications and follow up with Paralegal Jennings and Attorney Melchers on same.	B.J. BURN	0.20 hrs.	190.00/hr	\$38.00
01/29/04	Review memo from Paralegal Jennings regarding preparation of 10th Quarterly report and monthly Fee Applications and follow-up memo from Attorney Burn.	J.M. MELCHERS	0.20 hrs.	250.00/hr	\$50.00
01/29/04	Discussion with Attorney Melchers regarding status of fee application edits and approvals (0.1); review email from Paralegal Jennings regarding same (0.1).	B.J. BURN	0.20 hrs.	190.00/hr	\$38.00
Fees for Legal Services				\$315.00	

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
J.M. MELCHERS	0.80	250.00	200.00
B.J. BURN	0.40	190.00	76.00
K. LUCAS	0.60	65.00	39.00
TOTAL	1.80	175.00	315.00

W. R. Grace & Co.

February 20, 2004
Invoice 609033 Page 2**CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED**

01/09/2004	Photocopies 2 Page(s)	0.10
01/14/2004	Photocopies 8 Page(s)	0.40
01/21/2004	Photocopies 1 Page(s)	0.05
01/29/2004	Photocopies 43 Page(s)	2.15
Total Charges for Other Services Provided/Expenses Incurred		\$2.70

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	2.70
TOTAL	\$2.70
 Net current billing for this invoice	 \$317.70
 GRAND TOTAL.....	 <u>\$317.70</u>

W. R. Grace & Co.

February 20, 2004
Invoice 609033 Page 3

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: ACCOUNTS RECEIVABLE
NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.
P.O. DRAWER 11009
COLUMBIA, SOUTH CAROLINA 29211-1070
TELEPHONE (803) 799-2000

For Services Through 01/31/04

Our Matter # 02399/06091
Fee Applications

Fees for Professional Services	\$315.00
Charges for Other Services Provided/Expenses Incurred	\$2.70
Net current billing for this invoice	\$317.70

WIRING INSTRUCTIONS

Account Name: Nelson Mullins Riley & Scarborough, L.L.P.
Columbia Operating Account
ABA#: 053200666
Account #: 04032 24077 01
Bank: National Bank of South Carolina (NBSC), Sumter, SC

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
W. R. GRACE & CO., et al.¹) Case No. 01-1139 (JKF)
Debtors.) Jointly Administered

AFFIDAVIT OF SERVICE

STATE OF DELAWARE)
COUNTY OF NEW CASTLE)SS
)

Patricia E. Cuniff, being duly sworn according to law, deposes and says that she is employed by the law firm of Pachulski, Stang, Ziehl, Young, Jones & Weintraub P.C., co-counsel for the Debtors, in the above-captioned action, and that on the 12th day of May, 2004 she caused a copy of the following document(s) to be served upon the attached service list(s) in the manner indicated:

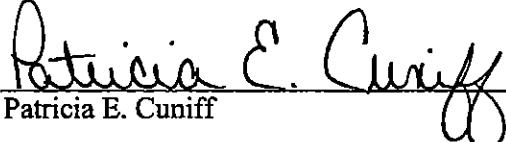
**1. SUMMARY OF APPLICATION OF NELSON MULLINS RILEY &
SCARBOROUGH, L.L.P. FOR COMPENSATION FOR SERVICES
AND REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL
TO W. R. GRACE & CO., ET AL., FOR THE FIRST INTERIM**

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

**PERIOD FROM JANUARY 1, 2004 THROUGH JANUARY 31,
2004, FOR THE QUARTER OF JANUARY 2004 – MARCH 2004;
AND**

- 2. FEE DETAIL FOR NELSON MULLINS RILEY &
SCARBOROUGH, L.L.P.'S MONTHLY FEE APPLICATION FOR
THE PERIOD FROM JANUARY 1, 2004 THROUGH JANUARY 31,
2004.**

Dated: May 12, 2004



Patricia E. Cuniff

Sworn to and subscribed before
me this 12th day of May, 2004

Holly T. Walsh
Notary Public
My Commission Expires: 05/14/06

Grace Fee Application Service List

Case Number: 01-1139 (JKF)

Document Number: 45804

01 – Hand Delivery

02 – Federal Express

14 - E-Mail

smcfarland@pszyj.com

(Counsel to Debtors and Debtors in Possession)

Laura Davis Jones, Esquire

Scotta McFarland, Esquire

Pachulski, Stang, Ziehl, Young & Jones P.C.

919 North Market Street, 16th Floor

P.O. Box 8705

Wilmington, DE 19899-8705

(Counsel to Debtors and Debtors in Possession)

Hamid R. Rafatjoo, Esquire

Pachulski, Stang, Ziehl, Young & Jones P.C.

10100 Santa Monica Boulevard

Los Angeles, CA 90067-4100

(Parcels)

Vito I. DiMaio

Parcels, Inc.

10th & King Streets

P.O. Box 27

Wilmington, DE 19899

Hand Delivery

(United States Trustee)

Frank J. Perch, Esquire

Office of the United States Trustee

844 King Street, Room 2311

Wilmington, DE 19801

Federal Express

(Fee Auditor)

Warren H. Smith

Warren H. Smith & Associates

Republic Center

325 N. St. Paul

Suite 1275

Dallas, TX 75201

Federal Express and E-mail:

william.sparks@grace.com

(W.R. Grace & Co.)

David B. Siegel

W.R. Grace and Co.

7500 Grace Drive

Columbia, MD 21044

E-mail: syoder@bayardfirm.com

(Local Counsel to DIP Lender)

Steven M. Yoder, Esquire

The Bayard Firm

E-mail: mgz@del.camlev.com

(Local Counsel to Asbestos Claimants)

Matthew G. Zaleski, III, Esquire

Campbell & Levine, LLC

E-mail: ttacconelli@ferryjoseph.com

(Counsel for Property Damage Claimants)

Theodore Tacconelli, Esquire

Ferry & Joseph, P.A.

E-mail: mlastowski@duanemorris.com

(Counsel to Official Committee of Unsecured Creditors)

Michael R. Lastowski, Esquire

Duane, Morris & Heckscher LLP

E-mail: currier@klettrooney.com and jwaxman@klettrooney.com

(Counsel for Official Committee of Equity Holders)

Teresa K.D. Currier, Esquire

Klett Rooney Lieber & Schorling

E-mail:

james_kapp@chicago.kirkland.com

(Counsel to Debtor)

James H.M. Sprayregen, P.C.

James Kapp, III, Esquire

Kirkland & Ellis

E-mail: pvnl@capdale.com

(Official Committee of Personal Injury
Claimants)

Elihu Inselbuch, Esquire
Caplin & Drysdale, Chartered

E-mail: rserrette@stroock.com

(Official Committee of Unsecured
Creditors)

Lewis Kruger, Esquire
Stroock & Stroock & Lavan LLP

E-mail: jsakalo@bilzin.com

(Official Committee of Property Damage
Claimants)

Scott L. Baena, Esquire
Bilzin Sumberg Dunn Baena Price &
Axelrod LLP

E-mail: david.heller@lw.com and

carol.hennessey@lw.com

(Counsel to DIP Lender)

J. Douglas Bacon, Esquire
Latham & Watkins

E-mail: pbentley@kramerlevin.com

(Counsel to Official Committee of Equity
Holders)

Philip Bentley, Esquire
Kramer Levin Naftalis & Frankel LLP